

UNITED STATES DISTRICT COURT  
DISTRICT OF MINNESOTA

---

Anderson & Koch Ford, Inc.  Plaintiff,  v.  Ford Motor Company,  Defendant.	Case No. 0:23-cv-00762 (PJS/DTS)  <b>FORD MOTOR COMPANY'S MOTION TO DISMISS PURSUANT TO CIVIL RULE 12(B)(6)</b>
---	--

---

Defendant Ford Motor Company (“Ford”) respectfully requests that this Court dismiss Plaintiff Anderson & Koch Ford, Inc.’s (“Plaintiff”) Complaint pursuant to Federal Civil Rule 12(b)(6). Plaintiff’s Complaint is fundamentally an improper challenge to the establishment of a new Ford dealership. Specifically, Plaintiff’s Complaint demands that this Court issue an injunction preventing Ford from establishing a new Ford dealership in Forest Lake, Minnesota. The Minnesota Motor Vehicle Sale and Distribution Act, however, provides a single avenue to challenge the establishment of a new motor vehicle dealer. *See* Minn. Stat. § 80E.14. Plaintiff lacks standing under Section 80E.14 to make such a challenge and as a result, attempts to use other provisions of the MVSDA to pursue this goal. Additionally, Plaintiff asserted a claim for breach of the duty of good faith and fair dealing without asserting a corresponding breach of contract claim, which is fatal to that cause of action. For these reasons, Plaintiff has failed to state claim upon which this Court can grant it relief and the Court should dismiss the Complaint as a matter of law.

Date: April 11, 2023

Respectfully submitted,

/s/ Elizabeth A. McNellie

Elizabeth A. McNellie (Admitted *pro hac vice*)

Jeremiah J. Wood (Admitted *pro hac vice*)

**BAKER & HOSTETLER LLP**

200 Civic Center Drive, Suite 1200

Columbus, OH 43215-4138

Telephone: (614) 228-1541

Facsimile: (614) 462-2616

[emcnellie@bakerlaw.com](mailto:emcnellie@bakerlaw.com)

[jjwood@bakerlaw.com](mailto:jjwood@bakerlaw.com)

Sheila T. Kerwin (#220309)

Chelsea E. Vilchis (#402156)

**NILAN JOHNSON LEWIS PA**

250 Marquette Avenue S., Suite 800

Minneapolis, MN 55401

Telephone: (612) 305-7500

Fax: (612) 305-7501

[skerwin@nilanjohnson.com](mailto:skerwin@nilanjohnson.com)

[civilchis@nilanjohnson.com](mailto:civilchis@nilanjohnson.com)

*Attorneys for Defendant*

*Ford Motor Company*

**CERTIFICATE OF SERVICE**

This is to certify that on April 11, 2023, a true and correct copy of the foregoing was electronically filed with the Clerk of Court using the CM/ECF system, which will send notification of such filing to the following:

Aaron G. Thomas  
Jordan L. Weber  
Yuka Shiotani  
Taft Stettinius & Hollister LLP  
2200 EDS Center  
80 South 8<sup>th</sup> Street  
Minneapolis, MN 55402-2210  
[athomas@taftlaw.com](mailto:athomas@taftlaw.com)  
[jweber@taftlaw.com](mailto:jweber@taftlaw.com)  
[yshiotani@taftlaw.com](mailto:yshiotani@taftlaw.com)

*Attorneys for Plaintiff*  
*Anderson & Koch Ford, Inc.*

/s/ Elizabeth A. McNellie  
Elizabeth A. McNellie